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1.)

Turner Marketing Systems Inc.

(CORPORATE NAME & DOCUMENT #)

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ARTICLES OF INCORPORATION

of

TURNER MARKETING SYSTEMS INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

TURNER MARKETING SYSTEMS INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 5740 Spring Park Road, Jacksonville, Florida 32216.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock at no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Mr. Gregory M. Turner, 5740 Spring Park Road, Jacksonville, Florida 32216.

ARTICLE V - DIRECTOR(S)

The name and address of the initial director are: Mr. Gregory M. Turner, 5740 Spring Park Road, Jacksonville, Florida 32216.

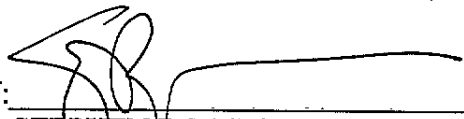
ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Corporations & Companies, Inc., Stephen D.M. Robinson, President, Suite 300A, Two Greenville Crossing, 4001 Kennett Pike, Wilmington, Delaware 19807.

The undersigned has executed these Articles of Incorporation this 21st day of May, 1999.

CORPORATIONS & COMPANIES, INC.

BY:



STEPHEN D.M. ROBINSON, President
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

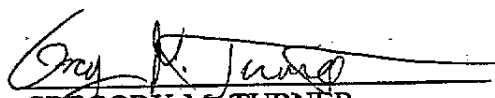
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: TURNER MARKETING SYSTEMS INC.

2. The name and street address of the registered agent and office is:

Mr. Gregory M. Turner
5740 Spring Park Road
Jacksonville, Florida 32216

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


GREGORY M. TURNER

5-24-99
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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